

UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF COLORADO

IN RE:	)	
	)	Bankruptcy No. 01-23068-EEB
NORTH LILY MINING COMPANY, INC.,	)	
a Utah corporation,	)	Chapter 11
EIN: 87-0159350	)	
	)	
<u>Debtor.</u>	)	
IN RE:	)	
	)	Bankruptcy No. 01-23069-DEC
XERES TINTIC, LLC,	)	
	)	
EIN: 84-1528808	)	Chapter 11
	)	Jointly Administered Under
Debtor.	)	Case No. 01-23069-EEB

**APPLICATION TO SET BAR DATE**

The Debtors, by and through its attorneys Kutner Miller Kearns, P.C., make application to the Court pursuant to Bankruptcy Court Rule 3003(c) for the entry of an Order establishing a bar date by which time creditors must file a proof of claim, and as grounds therefor states as follows:

1. The Debtors filed their bankruptcy petition pursuant to Chapter 11 of the Bankruptcy Code on September 6, 2001 and the Debtors remains a Debtor-in-Possession. The Debtors cases are being jointly administered by the Bankruptcy Court.

2. The Debtors filed their Second Amended Plan of Reorganization dated January 4, 2002 ("Plan") and their Second Amended Joint Disclosure Statement to Accompany Second Amended Plan of Reorganization dated January 4, 2002 ("Disclosure Statement"). The Court held a hearing regarding the adequacy of the Disclosure Statement on August 5, 2002. Debtors are currently awaiting an order approving the Disclosure Statement and setting the deadline for voting on the Plan.

3. The Debtors' Statement of Affairs and Schedules list a number of creditor as unliquidated, contingent or disputed. The Debtors are unsure of whether the creditors who are listed as unliquidated, contingent or disputed will assert Proofs of Claims and if such the amount of said claims. The Debtors will thereafter have to determine whether to file objections to certain Proofs of Claim. The Debtors request

that the Court establish a bar date so that the Debtor will know with some certainty the nature and extent of the claims which will be asserted against the estate by creditors.

4. Bankruptcy Rule 3003(c)(3) provides that the court shall fix a bar date by which proofs of claim must be filed.

5. Bankruptcy Rule 2002(a)(7) provides that notice of the time fixed for filing proofs of claim shall not be less than twenty (20) days.

6. The Debtors are prepared to mail their Plan and Disclosure Statement to all creditors, equity holders and interested parties and believe that sending the order setting the bar date at the same time and in the same package as the Plan and Disclosure Statement is appropriate. The Debtors must send 13,000 copies of the Plan and Disclosure Statement. Including the notice of bar date in the same package is the most efficient process.

7. The Debtors propose that the Court set the bar date for filing proofs of claim for the same date that the Court sets the deadline for voting on the Plan. If the notice regarding the bar date is sent in the same package as the Plan and Disclosure Statement, the 13,000 recipients will have at least twenty-five (25) days notice of the bar date, the same notice period for voting on the Plan.

WHEREFORE, the Debtors pray that the Court make and enter an Order (1) establishing a bar date for the filing of proofs of claim on the same date as the deadline for voting on the Debtors' Plan; (2) authorizing the Debtors to provide notice of the Court's bar date in the form attached as Exhibit A; and (3) for such further and additional relief as to the Court may appear proper.

Dated: August 22, 2002.

Respectfully submitted,

By: \_\_\_\_\_

Lee M. Kutner, #10966

Jenny M.F. Fujii, #30091

KUTNER MILLER KEARNS, P.C.

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**NOTICE OF BAR DATE FOR FILING PROOFS OF CLAIM**

TO ALL CREDITORS:

PLEASE TAKE NOTICE that the United States Bankruptcy Court for the District of Colorado, Honorable Elizabeth E. Brown has entered an Order dated \_\_\_\_\_, 2002 (the "Order") requiring that Proofs of Claim in the Debtor's Chapter 11 case be filed with the Court on or before \_\_\_\_\_, 2002 (the "Bar Date").

All persons and entities, except those persons or entities described in paragraphs A through C below, who assert a claim against the Debtor should file a Proof of Claim on or before the Bar Date. The Debtor has filed Schedules which set forth the amount of certain creditor claims and has scheduled certain claims as disputed, contingent or unliquidated. The Schedules may be amended from time to time prior to the Bar Date. Any creditor who relies on the Schedules filed by the Debtor has the responsibility for determining that their claim is accurately listed. The Schedules are available for inspection, during regular business hours, at the Office of the Clerk of the United States Bankruptcy Court, U.S. Custom House, 721 19th Street, First Floor, Denver, Colorado 80202-2502. To determine whether a claim has been listed as a disputed, contingent or unliquidated claim you should consult the Schedules.

All persons or entities who fail to file a Proof of Claim on or before the Bar Date shall be forever barred from voting upon, receiving distribution under or participating in any Plan of Reorganization of the Debtor and shall be forever barred from asserting any such claim against the Debtor, their successors, or assigns except that:

EXHIBIT           A

- A. Any person or entity who has already filed a Proof of Claim against the Debtor with the Clerk of the Court need not file a duplicate Proof of Claim;
- B. Any person or entity whose claim is not listed as disputed, contingent or unliquidated in the Debtor's Schedules as amended and who agrees with the classification and amount set forth in the Schedules need not file a Proof of Claim; and
- C. Holders of claims whose claims have previously been allowed by Order of the Court need not file Proofs of Claim.

ALL PERSONS AND ENTITIES OTHER THAN THOSE DESCRIBED IN PARAGRAPHS "A", "B" AND "C" ABOVE MUST FILE A PROOF OF CLAIM ON OR BEFORE THE BAR DATE OTHERWISE THEY SHALL BE FOREVER BARRED FROM VOTING UPON OR RECEIVING DISTRIBUTION UNDER OR PARTICIPATING IN ANY PLAN OF REORGANIZATION IN THIS CASE.

Acts or omissions of the Debtor prior to the Filing Date, including but not limited to Debtor's indemnifications and guarantees and services provided by the Debtor may give rise to claims against the Debtor notwithstanding the fact that such claims (or the injuries on which they are based) may be contingent or may not have occurred, matured or become fixed or liquidated prior to such date. Therefore, any creditor having a claim or potential claim against the Debtor, no matter how remote or contingent, must file a Proof of Claim on or before the Bar Date.

Proofs of claim shall conform substantially to the form approved by the Court, a copy of which is on file at the Office of the Clerk of the Bankruptcy Court and may also be obtained by telephoning (303) 844-4045. Proofs of claim must be filed by mailing each such proof of claim so that it is received on or before \_\_\_\_\_, 2002 addressed as follows:

Office of the Clerk  
United States Bankruptcy Court  
U.S. Custom House  
721 19th Street, First Floor  
Denver, Colorado 80202-2502

DATED: August \_\_\_\_, 2002.

Jenny M.F. Fujii, #30091  
KUTNER MILLER KEARNS, P.C.  
303 East 17th Avenue  
Suite 500  
Denver, CO 80203  
Telephone: (303) 832-2400  
Attorneys for Debtor

AFFIDAVIT OF SERVICE

I do hereby certify that on this 22<sup>nd</sup> day of August, 2002, I deposited a true and correct copy of the foregoing **APPLICATION TO SET BAR DATE** in the United States Mail, postage prepaid and addressed as follows:

Ronald C. Tucker, Esq.  
Laff, Stein, Campbell, Tucker & Delaney, LLP  
7730 East Belleview Avenue, Suite 204  
Greenwood Village, CO 80111-2616

Mark R. Gordon, Esq.  
Holme, Roberts & Owen, LLP  
1700 Lincoln Street, Suite 4100  
Denver, CO 80203

United States Trustee  
999 - 18<sup>th</sup> Street, Suite 1551  
Denver, CO 80202

Andrew DiBattista  
50 Compass Lane  
Fort Lauderdale, FL 33308

B.L. Bermn  
2111 South Zephyr  
Lakewood, CO 80227

Gregg Weeder  
8823 South Nightingale Way  
Highlands Ranch, CO 80126

Evan Wassoff  
Wheeler Wassoff  
1601 Blake Street, Suite 525  
Denver, CO 80202

Scott Simkins  
1200 Renegade Court, Suite C  
Fort Collins, CO 80524

Chase Management and Company  
c/o Nick DeMare  
1090 West George Street, Suite 1305  
Vancouver, BC V6E 3V7  
Canada

Commissioner of Securities of  
the State of Colorado  
1580 Lincoln Street #420  
Denver, CO 80203

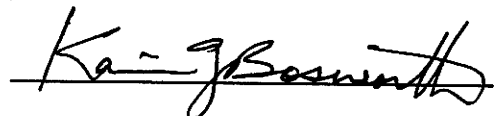
Securities and Exchange Commission  
1801 California #4800  
Denver, CO 80202-2648

State of Utah  
Department of Environmental Quality  
Division of Water Quality  
288 North 1460 West  
Salt Lake City, UT 84114

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Department of Natural Resources  
Division of Oil, Gas, Mining  
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M/023/007

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**ORDER ESTABLISHING BAR DATE**

This matter having come before the Court on Debtor's Application to Set Bar Date, which requests that the Court set a date by which time Proofs of Claim must be filed, the Court having reviewed said Application, and finding good cause for granting the relief requested, does hereby

**ORDER**

1. That \_\_\_\_\_, 2002 is established as the final bar date for filing of any Proof of Claim in the captioned case and any claim filed after such date will be disallowed;
2. That the Notice of Bar Date for Filing Proofs of Claim attached to Debtor's application as Exhibit A is approved as the form of notice to be provided to creditors; and
3. That the Debtor shall provide a copy of the Notice of Bar Date for Filing Proofs of Claim to all known creditors by mail.

Done and entered this \_\_\_\_\_ day of August, 2002 at Denver, Colorado.

\_\_\_\_\_  
Judge Elizabeth E. Brown  
United States Bankruptcy Judge